

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

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U.S. DISTRICT COURT
DISTRICT OF MASS.

Civil Action No. 03-CV-30282-MAP

GENERAL ELECTRIC
CAPITAL CORPORATION,

Plaintiff,

v.

HBA CAST PRODUCTS CO., INC.,

Defendant, and

FLEET NATIONAL BANK, CITIZENS
BANK, and SOVEREIGN BANK

Trustee Process Defendants

AFFIDAVIT OF STEVEN J. BUTTACAVOLI

I, Steven J. Buttacavoli, depose and say the following:

1. I am an Associate in the Boston office of Piper Rudnick LLP. I am counsel to General Electric Capital Corporation ("GE Capital"), the plaintiff in the above-captioned matter. I make this affidavit in support of GE Capital's Motions for an Attachment of Real and Personal Property, an Attachment of Trustee Process, and a Temporary Restraining Order (the "Motions").

2. On November 20, 2003, GE Capital commenced this action by filing a Verified Complaint. This is an action for breach of contract against HBA Cast Products Co., Inc. ("HBA"), in which GE Capital seeks to recover amounts due and payable under a Master Security Agreement and Promissory Note entered into between GE Capital and HBA for the purpose of financing certain capital equipment used in HBA's die casting business (the "Equipment"). As set forth more fully in the Verified Complaint, HBA is in default under its

agreements with GE Capital, and approximately \$793,775.73 is now due and owing, not counting costs of collection.

3. GE Capital received a first and prior security interest in the Equipment. This Equipment is located in Queretaro, Mexico, the location of an HBA die casting plant.

4. In addition, on information and belief, HBA has real property and equipment located in Massachusetts at 262 Liberty Street in Springfield.

5. HBA was served with the Verified Complaint on December 9, 2003. HBA has yet to answer the Verified Complaint, and an answer is not yet due. However, circumstances have changed since the filing of the Verified Complaint that lead GE Capital to seek the prejudgment security requested in the Motions on an expedited basis.

6. Since the filing of the Verified Complaint, GE Capital has learned that HBA's Queretaro die casting plant has ceased operation. Furthermore, GE Capital has learned that the landlord of HBA's plant in Queretaro, where the equipment is located, has physically locked the premises, with the Equipment still inside the plant.

7. By locking the doors to the HBA facility in Queretaro, HBA's landlord has effectively seized the equipment that is subject to GE Capital's first and prior security interest.


8. GE Capital is working to pursue its rights to protect its security interest in the equipment in Queretaro. The outcome of those efforts is, however, uncertain. Indeed, GE Capital has no information at this time about the condition or disposition of the Equipment.

9. Consequently, GE Capital has brought the Motions to obtain security that is available under Massachusetts state law, pursuant to Fed. R. Civ. P. 64, to ensure that sufficient resources are available to satisfy a judgment in this action.

10. Temporary ex parte relief is justified in these circumstances because there is a danger that HBA, if notified in advance of this action, would attempt to convey, remove from the State, or conceal the property that is the subject of the Motions, including equipment at its Massachusetts plant and funds kept in bank accounts within the Commonwealth.

11. In addition, GE Capital is not aware of the existence of any liability insurance available to satisfy any judgment against HBA in this action.

Signed under penalty of perjury this 23rd day of December 2003,



Steven J. Buttacavoli

CERTIFICATE OF SERVICE

I, Steven J. Buttacavoli, hereby certify that hereby certify that no counsel has entered an appearance on behalf of defendant HBA Cast Products, Inc. ("HBA"). I have this 23rd day of December, 2003, served the foregoing by delivering it by first-class mail, postage prepaid, to HBA.



Steven J. Buttacavoli